

**EXHIBIT A**  
**(Proposed Form of Order)**

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and

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20 | Attorneys for Wynn Las Vegas, LLC d/b/a Wynn Las Vegas

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

WYNN LAS VEGAS LLC d/b/a/ WYNN LAS VEGAS, a Nevada limited liability company.

**Plaintiff.**

VS.

GGW DIRECT, LLC, a Delaware limited liability company; GGW BRANDS, LLC, a

Adversary Case No.: 13-01050-MKN

Chapter 11

**ORDER APPROVING STIPULATION  
REGARDING RESOLUTION OF  
REMOVED ACTION**

1 Delaware limited liability company; GGW  
2 EVENTS, LLC, a Delaware limited liability  
3 company; MANTRA FILMS, INC., a  
4 suspended Oklahoma corporation; BLUE  
5 HORSE TRADING, LLC, a California limited  
liability company; PEPE BUS, LLC, an inactive  
Montana limited liability company; SANDS  
MEDIA, INC., a revoked Nevada domestic  
corporation; JOSEPH R. FRANCIS, an  
individual; DAVID R. HOUSTON, an  
individual; and DAVID R. HOUSTON, LTD., a  
Nevada professional corporation, doing business  
as THE LAW OFFICE OF DAVID R.  
HOUSTON,

**Hearing**

Date: September 26, 2013  
Time: 10:00 a.m.  
Place: Courtroom 2  
U.S. Bankruptcy Court  
District of Nevada  
Foley Federal Building  
300 Las Vegas Boulevard South  
Las Vegas, Nevada 89101

9 Defendants.

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1       On August \_\_, 2013, the *Stipulation Regarding Resolution of Removed Action* [Docket No.  
2       \_\_] (the “Stipulation”)<sup>1</sup> was filed by Wynn Las Vegas, LLC d/b/a Wynn Las Vegas (“Wynn Las  
3       Vegas”). The Court has reviewed and considered the Stipulation. Based on that review and  
4       consideration, the Court finds that (1) the Court has jurisdiction to consider the Stipulation and,  
5       pursuant to the *Stipulation and Proposed Order Regarding the Participation of David R. Houston,*  
6       *Esq. and David R. Houston, Ltd. in Further Proceedings*, filed June 29, 2012 and *Order*  
7       *Regarding the Participation of David R. Houston, Esq. and David R. Houston, Ltd. in Further*  
8       *Proceedings*, dated July 12, 2012 and entered July 16, 2012, it has jurisdiction over \$1,846,578.28  
9       being held by in an IOLTA trust account (the “Trust Funds”) by Defendants David R. Houston,  
10      Esq. and/or David R. Houston, Ltd. (collectively, “Houston”), (2) the relief requested in the  
11      Stipulation is reasonable, appropriate, and in the best interests of the parties, (3) notice of the  
12      Stipulation was adequate and appropriate under the circumstances and no other notice need be  
13      given, and (4) other good and sufficient cause exists for approving the Stipulation, which is fully  
14      consensual between the parties.

15       **THEREFORE, IT IS HEREBY ORDERED** that:

16       1.       The Stipulation is APPROVED in its entirety.  
17       2.       Houston shall immediately pay the Trustee \$800,000 of the Trust Funds. Houston  
18      shall immediately pay the balance of the Trust Funds to Wynn Las Vegas, LLC. The payment of  
19      the balance of the Trust Funds to Wynn Las Vegas shall reduce the amount of the judgment  
20      against Joseph R. Francis and in favor of Wynn Las Vegas on the judgment entered in *Wynn Las*  
21      *Vegas, LLC v. Francis*, Clark County, Nevada Case No. A566286.

22       3.       Upon payment to the Trustee and Wynn Las Vegas in accordance with paragraph 2  
23      of this Order, Defendants GGW Brands, LLC, GGW Direct, LLC, and GGW Events, LLC are  
24      hereby dismissed, without prejudice, from the above-captioned action (the “Nevada State Court  
25      Action”), which dismissal shall be without prejudice to any of Wynn Las Vegas’ claims in the

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27       <sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to  
28      them in the Stipulation.

1 California Bankruptcy Cases or to its claims against the other defendants to the Nevada State  
2 Court Action. Counsel for Wynn Las Vegas shall prepare and lodge an order to that effect when  
3 payment in accordance with paragraph 2 is complete.

4       4. Wynn Las Vegas shall not attempt to add any of the Debtors or GGW Marketing,  
5 LLC as parties in the Nevada State Court Action unless the California Bankruptcy Cases are  
6 dismissed.

7       5. Upon payment to the Trustee and Wynn Las Vegas in accordance with paragraph 2  
8 of this Order, the Debtors' *Motion to Transfer Venue* [Dkt. No. 4] and *Amended Motion to*  
9 *Transfer Venue* [Dkt. No. 11] shall be deemed withdrawn. Counsel for Wynn Las Vegas shall  
10 prepare and lodge an order to that effect when payment in accordance with paragraph 2 is  
11 complete.

12       6. Upon payment to the Trustee and Wynn Las Vegas in accordance with paragraph 2  
13 of this Order, Wynn Las Vegas's *Motion to Remand the Removed Nevada Action Back to Nevada*  
14 *State Court* [Dkt. No. 15] ("Remand Motion") shall be granted, and the Nevada State Court  
15 Action shall consequently be remanded back to the District Court for Clark County, Nevada.  
16 Counsel for Wynn Las Vegas shall prepare and lodge an order to that effect when payment in  
17 accordance with paragraph 2 is complete.

18       7. The hearings on the Remand Motion and the Venue Transfer Motions, currently  
19 scheduled to take place in this Court on September 26, 2013, at 10:00 a.m., are hereby taken off  
20 calendar and adjourned. All deadlines for opposition and reply papers associated therewith are  
21 cancelled. In the event payment in accordance with paragraph 2 of this Order is not completed  
22 by August 30, 2013 (unless the Trustee and Wynn Las Vegas extend that date), the parties are  
23 directed to contact the Court to reschedule briefing and hearing on the Remand Motion and the  
24 Venue Transfer Motions.

25       8. This Order shall be effective immediately upon entry.

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## **LR 9021 CERTIFICATION**

In accordance with LR 9021, counsel submitting this document certifies as follows:

- The Court waived the requirement of approval under LR 9021.
  - This is a chapter 7 or 13 case, and either with the motion, or at the hearing, I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond as indicated below:
  - This is a chapter 9, 11, or 15 case, and I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below:
  - I have certified that I have served a copy of this order with the motion, and no parties appeared or filed written objections.

**APPROVED** / **DISAPPROVED**

Dated: August \_\_, 2013

Michael L. Tuchin  
KLEE, TUCHIN, BOGDANOFF & STERN LLP  
*Attorneys for R. Todd Neilson, chapter 11*  
*Trustee*

Submitted by:

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and

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